



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

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USDS SDNY

March 5, 2008

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HAROLD BAER  
U.S. DISTRICT JUDGE  
S.D.N.Y.

Via Hand

Honorable Harold Baer, Jr.  
United States District Court  
Southern District of New York  
Daniel Patrick Moynihan U.S. Courthouse  
500 Pearl Street  
New York, NY 10007

**Re: SEC v. Douglas M. Beahm and James P. Crilly, 08 Civ. 02209 (HB)**

Dear Judge Baer,

I represent the plaintiff in the above-referenced action, and write to provide a courtesy copy of the complaint in the action, which was filed earlier today, as well as proposed final consent judgments as to defendants Douglas M. Beahm and James P. Crilly. The original consents and proposed final judgments were tendered to the judgment clerk, and we understand that the judgment clerk will be forwarding the originals to Your Honor.

The complaint alleges that the defendants, in violation of Section 10(b) of the Securities and Exchange Act of 1934 and Rule 10b-5 thereunder, engaged in insider trading in the securities of Del Laboratories, Inc. ("Del"), while in possession of material non-public information that Del was to be acquired. Plaintiff Commission and defendants Beahm and Crilly have agreed to the proposed settlements of this action. If approved, the proposed final judgments would resolve this action in its entirety.

We respectfully request that the Court approve and enter the proposed final judgments.

Respectfully submitted,

David A. Markowitz  
Attorney for Plaintiff

SO ORDERED:

Harold Baer, Jr., U.S.D.J.  
3/17/08

Encls.

To the Clerk of Court  
I have sealed  
the judgments  
certain that you have  
this from my  
attest

cc: Christopher B. Wells, Esq.  
Lane Powell  
1420 Fifth Avenue, Suite 4100  
Seattle, Washington 98101-2338  
Counsel for Defendant Douglas M. Beahm

James P. Crilly, *pro se*  
509 Lannon Lane  
Glen Gardner, New Jersey 08826-3817

Endorsement:

To the Clerk of the Court - I have signed the judgments  
please be certain that you close this case and remove it from my  
docket.